

EXHIBIT 4

CELLEXIS VALUE ADDED CELLULAR CALL METERING

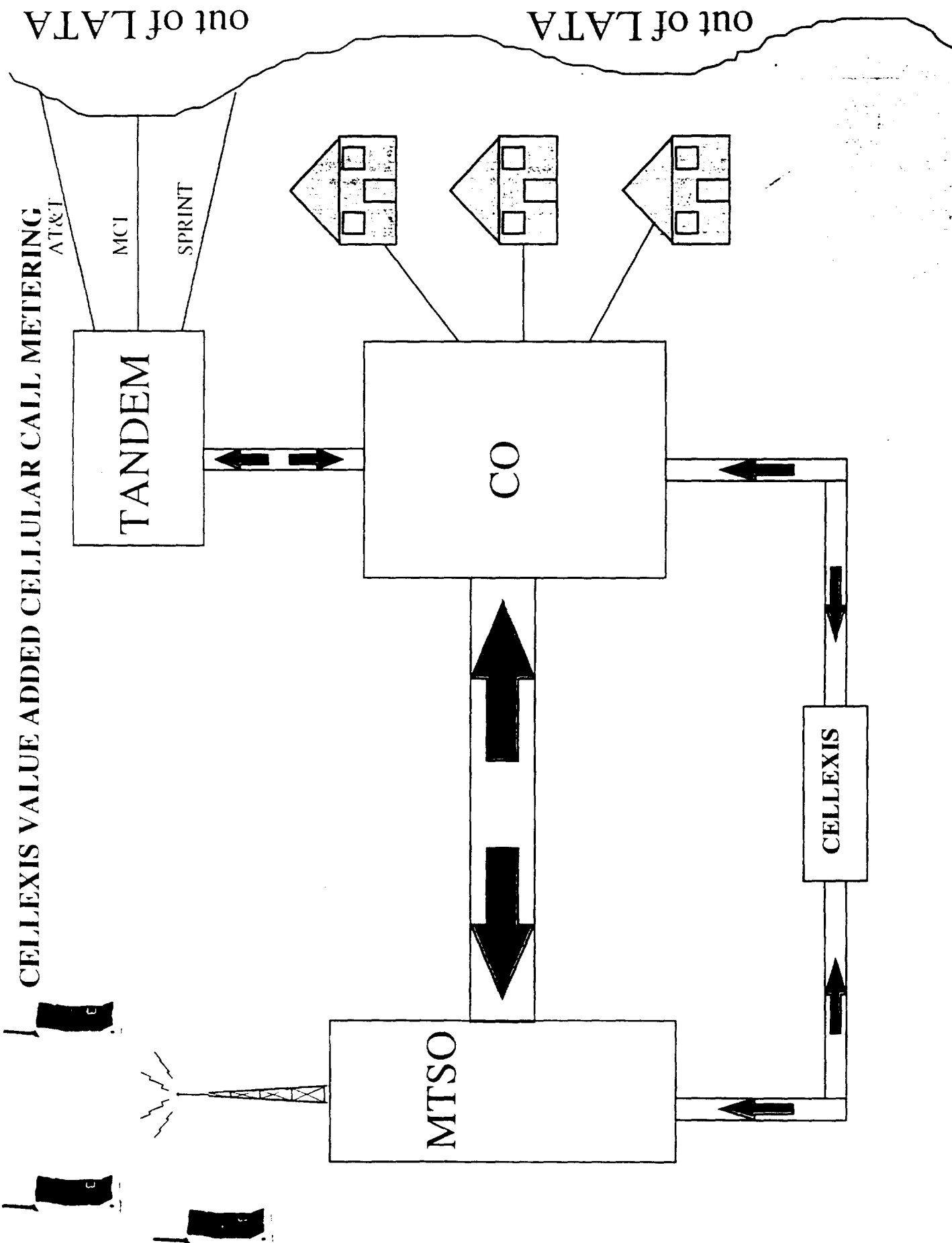


EXHIBIT 5

Mobile Direct Office Direct

Your Direct Connection To Saving Time And Money

Here's How The Office Direct Option Works

With Office Direct™, a member of the Bell Atlantic® Mobile Direct™ Family of Cellular Network Services, local cellular phones operate like PBX/Centrex extensions and allow direct access to any least-cost routing capability your company has negotiated with your long distance carrier. This option is possible because calls are routed over a dedicated circuit your company provides between the local Bell Atlantic Mobile Switching Center (MSC) and your company's PBX or Centrex.

Advantages

- ▷ Integrates mobile and office networks.
- ▷ Eliminates landline termination charges (in certain cellular markets).
- ▷ Extends long distance savings from your company's office phone system to your company's mobile phones.
- ▷ Provides abbreviated 4 or 5 digit dialing to and from mobile phones.*

*If mobile numbers do not have the same area code and prefix as the PBX/Centrex phone in your office, abbreviated dialing is only available from mobile phones to in-office destinations.

Applications

If your employees frequently call company office locations within their home cellular service area, Office Direct can help them save time and money on their cellular communications.

Mobile Direct makes a powerful business tool even more effective for your company.

In today's competitive business climate, you need every advantage you can get. That's why you've probably come to depend on cellular phones to keep your personnel mobile and responsive in the field.

The advantages of wireless telecommunications have made mobile phones one of the most powerful business tools you can use. And now there is an easy way to make your company's mobile phone usage even more cost effective and convenient. It's Bell Atlantic® Mobile Direct.™

Mobile Direct is a portfolio of advanced technology services that integrate your mobile and landline phone networks. The mobile environment becomes a *virtual extension* of your office telecommunications, allowing more efficient management of cellular communications and costs.

Three ways Mobile Direct can help you manage your telecommunications

Mobile Direct offers your company three different service options. You can select the option(s) which best match your company's configuration and mobile phone usage pattern:

- ▶ LD Direct™
- ▶ Office Direct™
- ▶ Office Express™

Mobile Direct enables a mobile phone to operate much like an extension of your office phone

users through Mobile Direct, they can take advantage of the least-cost routing capabilities – and any potential long distance savings – already available with your office system.

CONTROL LONG DISTANCE CHARGES

With Mobile Direct, long distance calls can be routed in two ways: either through your office phone system, or by direct access to your Private Virtual Network (PVN).

By using the same designated long distance service provided for your office, long distance cellular calls can be charged at a reduced rate, instead of at the standard commercial rates applied to individual cellular customers. So if your long distance carrier offers bulk discounted rates, Mobile Direct's routing can mean that the savings you've negotiated for your office phones can now be available on your company's cellular long distance calls. Cellular long distance calls may count towards your long distance volume discount pricing as well.

SAVE TIME WITH ABBREVIATED DIALING

The time savings and convenience of abbreviated dialing may also be available to your company's mobile phone users, depending upon the Mobile Direct option you select.

Get the Mobile Direct advantage for your telecommunications system.

The Mobile Direct portfolio of services is available exclusively from Bell Atlantic Mobile. For more information about the service option that best suits your company's mobile user configuration,

Mobile Direct LD Direct

Your Direct Connection To Saving Time And Money

Here's How The LD Direct Option Works

LD Direct™, a member of the Bell Atlantic® Mobile Direct™ Family of Cellular Network Services, provides access to your designated long distance carrier and your Private Virtual Network (PVN). When calling from your home cellular service area or when roaming in TravelLink™ areas throughout Bell Atlantic Mobile service locations, LD Direct provides your company's mobile phone users with the same long distance savings you've negotiated for your company's office phone system. (TravelLink™ is also a member of the Bell Atlantic® Mobile Direct™ Family of Cellular Network Services.)

Advantages

- ◉ Integrates mobile and office networks.
- ◉ Extends long distance savings available with your company's office phone system to your company's mobile phones.
- ◉ Permits abbreviated dialing to your designated long distance network from mobile phones.*
- ◉ May be used in combination with the Office Express™ option for convenient connection to in-office extensions from mobile phones.

*Special dialing arrangements must exist between Bell Atlantic Mobile and your company's long distance carrier for this feature to be effective.

Applications

If your company has several locations nationwide, your employees incur high long distance charges, or your employees roam in other Bell Atlantic Mobile TravelLink areas, LD Direct can best meet your cellular communication needs.

Mobile Direct Office Express

Your Direct Connection To Saving Time

Here's How The Office Express Option Works

Office Express™, a member of the Bell Atlantic® Mobile Direct™ Family of Cellular Network Services, provides recognition of your company's mobile phones at the local Bell Atlantic Mobile Switching Center (MSC). The MSC automatically adds the correct area code and prefix for your office to the four or five digit extension number dialed by your mobile user. The call is then passed on to your PBX – and the appropriate extension – as if a full telephone number had been dialed.

Advantages

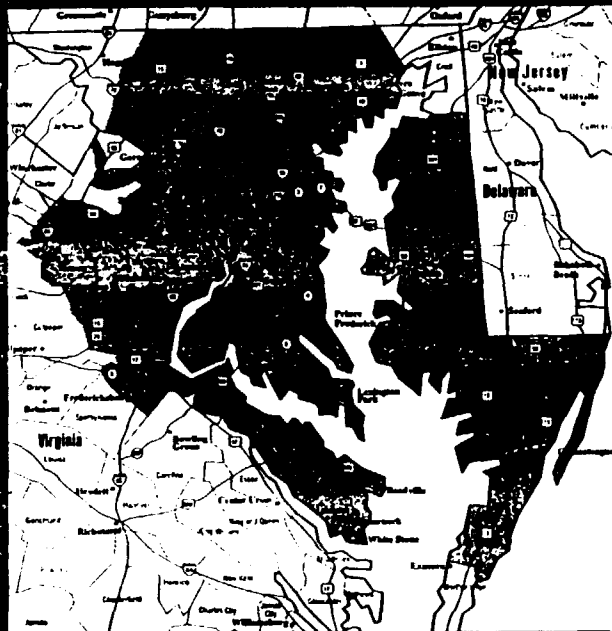
- Integrates mobile and office networks.
- Makes it easier to dial in-office extensions from mobile phones.
- May be used in combination with the LD Direct™ option to generate long distance savings already available with your office system.

Applications

If your employees frequently call company office locations within their home cellular service area, Office Express can help them save time on their cellular communications.

EXHIBIT 6

MobileMinutes Local Calling Area



An activation fee of \$30 applies. Toll and airtime free numbers are always 911, *611, *BAM, *226 and 1-800-832-4820. Bell Atlantic NYNEX Mobile reserves the right to terminate service if the account contains a \$0 balance after 90 days. Each credit card prepaid amount expires two months from date of credit card payment. Roaming calls can be placed outside the local calling area.

Visit any one of our Communications
Stores or Kiosks to purchase your
MobileMinutes Card.

Communications Stores

Alexandria
3210 Duke Street
Alexandria, VA 22314
(703) 212-8248

Annapolis
1967 West Street
Annapolis, MD 21401
(410) 573-2340

Arlington
3100 Clarendon Blvd.
Arlington, VA 22201
(703) 522-7777

Baltimore
1420 Joh Avenue
Baltimore, MD 21227
(410) 646-5700

Bel Air
2 Bel Air South Parkway
Bel Air, MD 21015
(410) 515-7700

Fairfax
11213-M Lee Highway
Fairfax, VA 22030
(703) 352-2355

Frederick
1160 W. Patrick Street
Frederick, MD 21702
(301) 695-6000

Washington, D.C.
1304 G Street, NW
Washington, DC 20005
(202) 624-0072

Gaithersburg Square
72 North Frederick Avenue
Gaithersburg, MD 20877
(301) 212-9800

Lanham
9700E Martin Luther King, Jr.
Blvd., Suite E
Lanham, MD 20706
(301) 459-0660

Potomac Mills
13020 Worth Avenue
Woodbridge, VA 22192
(703) 497-6200

Reston
11830 Spectrum Center
Reston, VA 22097
(703) 437-2600

Rockville
11711 Parklawn Drive
Rockville, MD 20852
(301) 770-4411

Timonium
4 West Aylesbury Road
Timonium, MD 21093
(410) 561-9950

Tysons Corner
2059 Chain Bridge Road
Vienna, VA 22182
(703) 847-0077

Mall Kiosks

Columbia Mall
10275 Little Patuxent
Parkway
Columbia, MD 21044
(410) 992-3446

White Marsh Mall
Silver Spring Road
Baltimore, MD 21236
(410) 627-1200

Laurel Centre Mall
14828 Baltimore Avenue
Laurel, MD 20707
(301) 520-6672

© Bell Atlantic NYNEX Mobile

No Annual Contract.

No Deposit.

No Credit Approval.

No Surprises.

MobileMinutes

© Bell Atlantic NYNEX Mobile

Introducing the
MobileMinutes™ Card.

© Bell Atlantic NYNEX Mobile

The Prepaid Cellular Calling Service that allows you to pay as you go.

The MobileMinutes Card:

Puts You In Control

It's the prepaid cellular service that allows you to control your usage and costs. With the MobileMinutes Card, you decide what you want to spend and how long you want to talk. The MobileMinutes Card will keep track of all your calls for you.

Easy To Use Easy To Get

Activating your cellular phone on the MobileMinutes Card couldn't be easier because there is:

• No Annual Contract

• No Security Deposit

• No Credit Check

Cellular Services You Can Depend On

The MobileMinutes Card gives you the same convenience and quality cellular service that you expect from Bell Atlantic NYNEX Mobile - the leader in cellular service.

Flexible

The MobileMinutes card can adjust to your lifestyle. Service is available in \$50 and \$75 amounts. So depending on your personal calling needs, you may purchase as little or as much as you need.

Smart

The MobileMinutes Card will automatically tell you how much time you have left to talk each time you place a call.

Cellular Services Without Surprises

Sign up for the MobileMinutes Card and know exactly what your costs will be - no surprises. Because when you pay up front, you will never, ever receive a cellular phone bill.

Calls made within your local calling area:

- Local calls - \$1 per minute.
- Long distance - an additional 25¢ per minute.

Calls made outside your local calling area:

- \$1.95 per minute

To Get More MobileMinutes

You will hear a reminder tone four minutes before all the minutes on your card are used up. This tone will be repeated every minute thereafter. So you have time to end your call.

It's now time for you to purchase more MobileMinutes.

Just dial 1-800-832-4820 or *BAM (*226) from your cellular phone (toll and airtime free). Have your credit card ready and tell us how much time you would like to purchase. We will process your payment on-line and update your balance immediately. Nothing could be easier.

Or if you prefer to pay cash, you can visit any one of our Bell Atlantic NYNEX Mobile Communications Stores listed on the back page to purchase a new card

MobileMinutes is another innovative idea from the leader in cellular phone service. Add it all up. The MobileMinutes Card offers convenience, confidence, and it makes controlling your cellular cost easy. It's just one more way we're responding and innovating to meet your cellular calling needs.

© Bell Atlantic NYNEX Mobile

EXHIBIT 7

Activating Rates as low as:

\$.49/peak*

\$.39/off-peak*

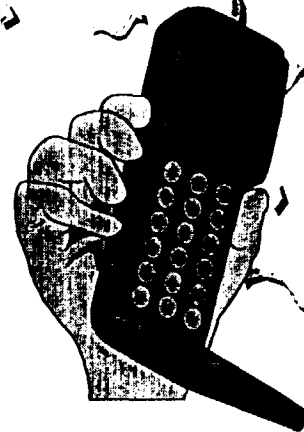
CELLEXIS

Pre-Paid Cellular

Now you can activate your cellular
phone without a:

- Credit Check
- Contract
- Deposit

Call 202-608-4000 for more details
or visit 651 Penn. Ave., SE
Washington, DC



*Requires activation with Cellexis Prepaid Cellular. Activation, programming, monthly access fees apply. Costs are per minute. Long distance, toll charges, and other fees may apply. Peak times are 7 a.m.-9 p.m. M-F, off-peak times are any other times and some major holidays.

EXHIBIT 8

DECLARATION OF DOUGLAS FOUGNIES

I hereby declare under penalty of perjury that I have reviewed the information submitted in this Complaint, and that it is true and correct to the best of my knowledge and belief.



Douglas Fougnes
President and CEO
Cellexis, International, Inc.

Date: December 20, 1996

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

CELLEXIS INTERNATIONAL, INC.,

Complainant,

v.

File No. E-_____

BELL ATLANTIC NYNEX MOBILE
SYSTEMS, INC.

and

CELLCO PARTNERSHIP

and

WASHINGTON D.C. SMSA LIMITED
PARTNERSHIP

Defendants.

EMERGENCY MOTION FOR TEMPORARY RELIEF

Cellexis International, Inc.

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Alfred M. Mamlet
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Steptoe & Johnson LLP
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(202) 429-3000

Its Attorneys

Dated: December 20, 1996

SUMMARY

Petitioner Cellexis International, Inc. currently provides interstate and intrastate prepaid cellular service to credit-impaired customers in the Washington D.C. - Baltimore area by interconnecting its switch to the Bell Atlantic NYNEX Mobile Systems, Inc.'s network via a T-1 line. This switch allows Cellexis to verify that its customers have sufficient funds to place the call, eliminating the credit risk. BANM has now decided to terminate Cellexis' interconnection on February 19, 1997 so it can promote its own \$1.00 per minute prepaid service after it eliminates competition from Cellexis' service -- which, at \$.49 per minute peak, \$.39 per minute off-peak, is less than half the BANM price. Given the imminence of BANM's deadline, and the irreparable injury that Cellexis will suffer should BANM proceed with its plans to disconnect it, Cellexis is filing this Motion for Emergency Relief concurrently with a Formal Complaint asking the Commission to prevent BANM from terminating Cellexis' interconnection before the Complaint is resolved by the Commission.

The Commission has the authority pursuant to 47 U.S.C. §§ 154(i), 208, and 47 C.F.R. §1.46(d), to issue an order granting temporary relief. Indeed, the Supreme Court's decision in *U.S. v. Southwestern Cable*, conclusively confirms that Section 4(i), 47 U.S.C. § 154(i), authorizes the Commission to grant "interim relief." The Commission will exercise this authority when the following criteria are met: (1) the petitioner is likely to prevail on the merits; (2) the petitioner will suffer irreparable harm if the requested relief is not granted; (3) other interested parties will suffer little or no harm if the relief is granted; and (4) the granting of relief is in the public interest. Cellexis' petition meets each of these criteria.

First, Cellexis is likely to prevail on the merits. At Bell Atlantic Mobile's suggestion, Cellexis committed itself to offering its prepaid cellular service in the Washington and Baltimore areas, targeted at credit-impaired customers. Cellexis

currently offers this service through BANM according to the terms of a Service Trial Agreement. BANM has now decided to terminate this Agreement -- and to refuse Cellexis' request to negotiate another -- in order to eliminate competition for its own fledgling prepaid service that is twice the price of Cellexis -- \$1.00 per minute versus \$.49 per minute. BANM's decision to terminate its interconnection arrangement, and its refusal to negotiate a new one, violates Sections 202(a), 251(a), and 202(b) of the Communications Act.

BANM's decision to terminate Cellexis' interconnection is blatantly discriminatory under Section 202(a) of the Communications Act because it: (1) refuses to allow Cellexis to continue offering services that BANM itself has begun to offer (at more than twice the price) through its Mobile Minutes program; and (2) refuses to allow Cellexis to interconnect to its network in the same way that BANM permits other entities to interconnect through its Mobile Direct program.

BANM's decision is also a clear violation of Section 251(a), one of the new statutory provisions recently added by Congress in the Telecommunications Act of 1996. Congress imposed a mandatory and unqualified obligation on all telecommunications carriers, including CMRS providers, "to interconnect directly or indirectly with the facilities and equipment of other telecommunications carriers." BANM thus has an explicit statutory obligation to maintain Cellexis' interconnection.

BANM's decision is also unreasonable under Section 201(b) because it prevents Cellexis from exercising its right to interconnect with BANM's network in ways which do not adversely affect BANM's ability to serve the public. As Cellexis' current interconnection with the BANM network inflicts no harm on BANM or its ability to serve the public, BANM cannot reasonably terminate this arrangement. Cellexis is aware that the Commission has tentatively indicated that it will not to mandate a CMRS switched resale requirement. However, the Commission based this tentative suggestion on circumstances that do not apply here, including the existence of a highly competitive

CMRS market and the uncertainties and costs of requiring CMRS providers to unbundle their services. There is not yet a highly competitive CMRS market and BANM's existing provision of interconnection removes any uncertainties or excessive costs that might be present elsewhere. Moreover, that tentative decision was made before Congress adopted the mandatory interconnection requirement in Section 251(a).

Second, Cellexis' request for interim relief is necessary to prevent Cellexis from suffering irreparable harm to its prepaid cellular business in the Washington-Baltimore market. If BANM is permitted to cut off Cellexis, Cellexis will lose not only its initial investment in its business, but will also be forced to lay off employees, cancel contracts with vendors and terminate other essential business relationships. More importantly, Cellexis will lose the good will of its existing customers. Such an irretrievable loss of business is at the very heart of the Commission's "irreparable harm" requirement.

Third, the requested order will not harm other interested parties. Indeed, the only conceivable harm that BANM itself will experience is continued competition in the prepaid cellular market. Such competition is not a legitimate basis for claiming harm. Moreover, other parties, namely, Cellexis' customers, will in fact be helped by the requested order. By preventing BANM from disconnecting Cellexis, the Commission will assure Cellexis' customers of continued, competitive prepaid cellular service. Even BANM's prepaid customers will benefit from the competitive pressure that Cellexis' service at \$.49 per minute (\$.39 per minute off-peak) will place on BANM's lofty \$1.00 per minute price.

Fourth, the requested order is manifestly in the public interest, as it ensures a competitive prepaid cellular market in the Washington-Baltimore, both now and in the future. Conversely, denial of the order will significantly retard development of a competitive prepaid cellular market for some time to come.

Accordingly, Cellexis requests that the Commission immediately issue an order temporarily restraining BANM, pending a final Commission determination of lawfulness, from terminating Cellexis current interconnection of its equipment directly to the BANM network.

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